



JANE DEE HULL  
Governor

MARY E. PETERS  
Director

# ARIZONA DEPARTMENT OF TRANSPORTATION

INTERMODAL TRANSPORTATION DIVISION - HOLBROOK DISTRICT

2407 E. NAVAJO Blvd. - Holbrook, Arizona 86025-1828  
Phone: (520) 524-6801 Fax: (520) 524-1921



DICK WRIGHT  
State Engineer

J. A. SWAN  
District Engineer

March 23, 2000

Mr. Kelsey A. Begaye, President  
The Navajo Nation  
PO Box 9000  
Window Rock, AZ 86515

Re: Letter of Intent  
State Route 264 Improvement Project (MP 471.69 to MP 476.10)  
Project Number: 264 AP 471 H3905 01C  
ADOT ECS File Number: JPA 00-45

Dear President Begaye:

The Department is pleased to cooperate with the Navajo Nation on this very important roadway improvement project, which will benefit each of us well into the future. It is the State's intent to design and construct roadway widening improvements, curb, gutter and sidewalks, and approximately 107 overhead roadway lights on this project. These improvements will significantly enhance the safety of the nearby residents, and the motoring public.

After completion of this highway improvement project, the State will provide continuing long-term maintenance to the roadway, traffic signals and the street lights.

In cooperation with the State on this important highway safety improvement, upon completion of the project, the Navajo Nation will provide electrical energy to operate the roadway lighting and traffic signals.

To demonstrate our joint commitment on this project, please indicate your concurrence by signing this letter of intent with me.

Sincerely,

Jeff Swan, P.E.  
District Engineer

Concur for the Navajo Nation:

KELSEY A. BEGAYE, President  
The Navajo Nation

3/29/00  
(date)

3-29-00  
(date)

RECEIVED

MAR 30 2000

DESIGN SECTION  
ROADWAY ENGINEERING GROUP

AG Contract No. KR00 1182TRN  
ADOT ECS File No. JPA 00-45  
Project: 264 AP 471/H3905 01C  
Sect.: SR-264 MP 471 69 – MP 476 10

INTERGOVERNMENTAL AGREEMENT  
BETWEEN  
THE STATE OF ARIZONA,  
AND  
THE NAVAJO NATION

THIS AGREEMENT is entered into 9 May, 2001, pursuant to Arizona Revised Statutes, Sections 11-951 through 11-954, as amended, between the STATE OF ARIZONA, acting by and through its DEPARTMENT OF TRANSPORTATION (the "State"), and THE NAVAJO NATION, acting by and through its TRIBAL COUNCIL (the "Nation").

I. RECITALS

1 The State is empowered by Arizona Revised Statutes Section 28-401 to enter into this agreement and has by resolution; a copy of which is attached hereto and made a part hereof, resolved to enter into this agreement and has delegated to the undersigned the authority to execute this agreement on behalf of the State.

2. The Nation is empowered by Council Resolution to enter into this agreement and has authorized the undersigned to execute this agreement on behalf of the Nation.

3. Incident to a highway improvement project contemplated by the State on SR-264, to include roadway widening, curb, gutter and sidewalks, and the installation of approximately 107 overhead roadway lights, the parties hereto desire to define their respective responsibilities as to design, construction, maintenance and furnishing electrical energy to operate the lighting and existing traffic signal systems, hereinafter referred to as the Project.

THEREFORE, in consideration of the mutual agreements expressed herein, it is agreed as follows:

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NO. 25256  
Filed with the Secretary of State  
Date Filed: 05/09/02

Betsy Gayles  
Secretary of State

By: Wm. D. Grunewald

## II. SCOPE OF WORK

### 1. The State will:

a. Provide to State standards design studies, plans, specifications and such other documents and services required for construction bidding and construction of the Project. Incorporate or resolve Nation review comments.

b. Call for bids and award one or more construction contracts for the Project. Administer same, and make all payments to the contractor(s). Be responsible for all costs associated with the design and construction of the Project, and for any contractor claims for extra compensation due to delays or whatever reason attributable to the State.

c. Upon completion and acceptance of the Project, provide maintenance to the Project inside the State right-of-way, and to the street lights and traffic signal systems, all at state expense.

### 2. The Nation will:

a. Review the design documents and provide comments.

b. Upon completion and acceptance of the Project by the State, provide electrical energy to operate the roadway lighting and traffic signals on SR-264 between MP 471.69 and MP 476.10, all at Nation expense.

## III. MISCELLANEOUS PROVISIONS

1. This agreement shall remain in force and effect until completion of said Project; provided, however, that this agreement, except any provisions herein for maintenance and electrical energy, which shall be perpetual, may be cancelled at any time prior to the start of the construction of the Project, upon thirty (30) days written notice to the other parties.

2. This agreement shall become effective upon filing with the Arizona Secretary of State.

3. This agreement may be cancelled in accordance with Arizona Revised Statutes Section 38-511.

4. The provisions of Arizona Revised Statutes Section 35-214 are applicable to this contract.

5. Applicable laws of the State, Federal and Tribal government shall govern the rights of the parties with respect to the performance of this agreement. The parties hereto shall select a process for the resolution of claims or disputes relating to this agreement, compliant with applicable laws and regulations of the State, Federal and Tribal government, and acceptable to the State and the Nation. Such process shall include a provision for arbitration.

6. All notices or demands upon any party to this agreement shall be in writing and shall be delivered in person or sent by mail addressed as follows:

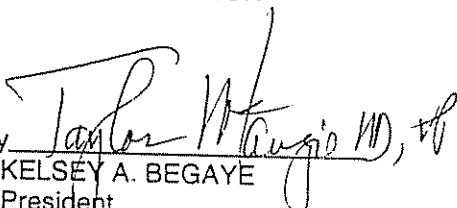
Arizona Department of Transportation  
Joint Project Administration  
205 South 17 Avenue, Mail Drop 616E  
Phoenix, AZ 85007

The Navajo Nation  
President  
PO Box 9000  
Window Rock, AZ 86515

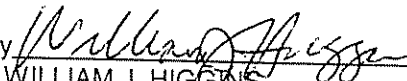
7. Attached hereto and incorporated herein is the written determination of each party's legal counsel that the parties are authorized under the laws of their state to enter into this agreement and that the agreement is in proper form.

IN WITNESS WHEREOF, the parties have executed this agreement the day and year first above written.

THE NAVAJO NATION

By   
KELSEY A. BEGAYE  
President

STATE OF ARIZONA  
Department of Transportation


By   
WILLIAM J. HIGGINS  
Deputy State Engineer

15jun

RESOLUTION

BE IT RESOLVED on this 24th day of May 2000, that I, the undersigned MARY E. PETERS, as Director of the Arizona Department of Transportation, have determined that it is in the best interests of the State of Arizona that the Department of Transportation, acting by and through the Intermodal Transportation Division, to enter into an agreement with the Navajo Nation for the purpose of defining responsibilities for the design, construction, maintenance and operation of improvements to SR-264.

Therefore, authorization is hereby granted to draft said agreement which, upon completion, shall be submitted to the Deputy State Engineer for approval and execution.

A handwritten signature in black ink, appearing to read 'D. Allocco', written over a horizontal line.

DAVID R. ALLOCCO, P.E.  
Assistant State Engineer  
Engineering Technical Group  
for Mary E. Peters, Director



NAVAJO NATION DEPARTMENT OF JUSTICE  
OFFICE OF THE ATTORNEY GENERAL

LEVON B. HENRY  
ATTORNEY GENERAL

BRITT E. CLAPHAM II  
DEPUTY ATTORNEY GENERAL

Contract No. JPA-00-45

THIS AGREEMENT HAS BEEN REVIEWED, THIS 23rd DAY OF APRIL, 2002, BY THE UNDERSIGNED WHO HAS DETERMINED THAT THIS AGREEMENT IS IN APPROPRIATE FORM AND WITHIN THE POWERS AND AUTHORITY GRANTED TO EACH RESPECTIVE PUBLIC BODY.

A handwritten signature in black ink, appearing to read "L B Henry", is written over a horizontal line.

Levon B. Henry  
Attorney General  
The Navajo Nation

4.23.02  
Date

RESOLUTION OF THE  
TRANSPORTATION AND COMMUNITY DEVELOPMENT COMMITTEE  
OF THE NAVAJO NATION COUNCIL

Recommending to the Intergovernmental Relations Committee of the Navajo Nation Council to Approve an Intergovernmental Agreement Between the State of Arizona and the Navajo Nation to Procure the Electrical Energy Cost for the Roadway Lighting and Traffic Signals on SR-264 Between MP 471.69 and MP 476.10

WHEREAS:

1. Pursuant to 2 N.N.C. Sections 420 and 421(B), the Transportation and Community Development Committee is established as a standing committee of the Navajo Nation Council and is responsible to promote local community land use plans which support community infrastructure development; and
2. Pursuant to 2 N.N.C. Section 423(E)(1), the Transportation and Community Development Committee of the Navajo Nation Council is empowered to represent the Navajo Nation in all roads and transportation related matters; and
3. Pursuant to 2 N.N.C. Section 824(B)(6), the Intergovernmental Relations Committee is empowered to review, approve and accept agreements between the Navajo Nation and any federal, state or regional authority upon the recommendation of the standing committee which has oversight of the division; and
4. The Arizona State Department of Transportation pursuant to Arizona Revised Statutes, Sections 11-951 through 11-954, as amended, between the State of Arizona, acting by and through its Department of Transportation (the State), and the Navajo Nation have initiated an Intergovernmental Agreement between the State of Arizona and the Navajo Nation for the purpose of procuring an electrical energy cost to operate the roadway lighting and traffic signals on SR-264 between MP 471.69 and MP 476.10, attached and incorporated herein as Exhibit "A"; and
5. Navajo Department of Transportation will cost share with Division of General Services to pay for electricity bill to Navajo Tribal Utility Authority (NTUA) in Fiscal Year 2002 Budget allocation; and

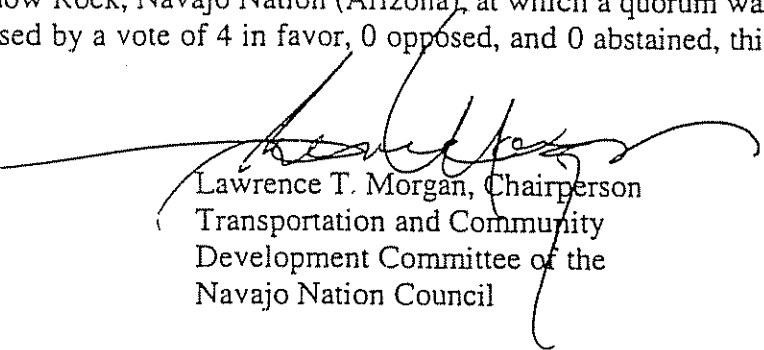
NOW THEREFORE BE IT RESOLVED THAT:

1. The Transportation and Community Development Committee of the Navajo Nation Council hereby recommends that the Intergovernmental Relations Committee of the Navajo Nation Council approve the Intergovernmental agreement between Arizona State Department of transportation and the Navajo Nation to procure the electrical energy cost for the Roadway Lighting and Traffic Signals on SR-264 between MP 471.69 and MP 476.10.

2. Division of Economic Development is directed to solicit the businesses along SR-264 to cost share the electricity payment, and part of the agreement is that Arizona Department of Transportation (ADOT) will repair and maintain the street lights.

CERTIFICATION

I hereby certify that the foregoing resolution was duly considered by the Transportation and Community Development Committee of the Navajo Nation Council at a duly called meeting at Window Rock, Navajo Nation (Arizona), at which a quorum was present and the same was passed by a vote of 4 in favor, 0 opposed, and 0 abstained, this 18<sup>th</sup> day of March, 2002.



Lawrence T. Morgan, Chairperson  
Transportation and Community  
Development Committee of the  
Navajo Nation Council

Motion: Alfred Yazzie  
Second: Larry Noble



RESOLUTION OF THE  
INTERGOVERNMENTAL RELATIONS COMMITTEE  
OF THE NAVAJO NATION COUNCIL

Approving the Intergovernmental Agreement Between the State of Arizona  
and the Navajo Nation to Procure the Electrical Energy Cost For the Roadway  
Lighting and Traffic Signals on SR-264 Between MP 471.69 and MP 476.10

**WHEREAS:**

1. Pursuant to 2 N.N.C. §824(B)(6), the Intergovernmental Relations Committee of the Navajo Nation Council is empowered to authorize, review, approve and accept agreements, including contracts and grants, between the Navajo Nation and any federal, state or regional authority upon the recommendation of the standing committee which has oversight of the division, department or program which has applied for the agreement; and
2. The Arizona State Department of Transportation pursuant to Arizona Revised Statutes, Sections 11-951 through 11-954, as amended, between the State of Arizona, acting by and through its Department of Transportation (the State), and the Navajo Nation has initiated an Intergovernmental Agreement between the State of Arizona and the Navajo Nation for the purpose of procuring the electrical energy cost to operate the roadway lighting and traffic signals on SR-264 between MP 471.69 and MP 476.10, attached and incorporated herein as Exhibit "A"; and
3. Navajo Department of Transportation will cost share with Division of General Services to pay for the electricity bill to Navajo Tribal Utility Authority (NTUA) in Fiscal Year 2002 Budget allocation. Division of Economic Development is directed to solicit the businesses along SR-264 to cost share the electricity payment, and part of the agreement is that Arizona Department of Transportation (ADOT) will repair and maintain the street lights; and
4. The Transportation and Community Development Committee of the Navajo Nation Council, by Resolution TCDCMA-16-02, recommended to the Intergovernmental Relations Committee of the Navajo Nation Council, attached and incorporated herein as Exhibit "B".

**NOW THEREFORE BE IT RESOLVED THAT:**

1. The Intergovernmental Relations Committee of the Navajo Nation Council hereby approves the Intergovernmental Agreement between the State of Arizona and the Navajo Nation to procure electrical energy cost for the Roadway Lighting and Traffic Signals on SR-264 between MP 471.69 and MP 476.10.

2. The Intergovernmental Relations Committee of the Navajo Nation Council authorizes the President of the Navajo Nation to execute the said agreement.

**CERTIFICATION**

I hereby certify that the foregoing resolution was duly considered by the Intergovernmental Relations Committee of the Navajo Nation Council at a duly called meeting at Window Rock, Navajo Nation (Arizona), at which a quorum was present and that same was passed by a vote of 6 in favor, 2 opposed, and 0 abstained, this 1st day of April, 2002.



Edward T. Begay, Chairperson  
Intergovernmental Relations Committee

Motion: Edison Wauneka  
Second: Jerry Freddie



JANET NAPOLITANO  
ATTORNEY GENERAL

STATE OF ARIZONA  
OFFICE OF THE ATTORNEY GENERAL  
TRANSPORTATION SECTION  
1275 WEST WASHINGTON STREET, PHOENIX, AZ 85007-2926

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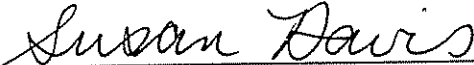
**INTERGOVERNMENTAL AGREEMENT**  
**DETERMINATION**

A.G. Contract No. KR00-1182TRN, an agreement between public agencies, has been reviewed pursuant to A.R.S. § 11-952, as amended, by the undersigned Assistant Attorney General who has determined that it is in the proper form and is within the powers and authority granted to the State of Arizona.

No opinion is expressed as to the authority of the remaining parties, other than the State or its agencies, to enter into said agreement.

DATED May 1, 2002.

JANET NAPOLITANO  
Attorney General

  
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SUSAN E. DAVIS  
Assistant Attorney General  
Transportation Section

SED:ggt

Enc.

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